

ASSOCIATION BY-LAWS

CHAPTER A

Formation - Name – Based in - Purpose – Means

Article 1

An association for animal protection (stray and not stray animals) with the name «ΦΙΛΟΖΩΙΚΟΣ ΣΥΛΛΟΓΟΣ ΣΕΡΙΦΟΥ» ("Association for the prevention of cruelty to animals SERIFOS") and the unmistakable title "FILOSS" based on the island of Serifos, Cyclades, Greece will be founded. The corresponding name in English is "Animal Help Association of Serifos". The association has a round or oval stamp (seal), where all round the name, at the top in Greek and at the bottom in English appears with the head of a cat in the middle.

Article 2

PURPOSE

The goal of the association is to bring together its members for the joint and coordinated effort with the following objectives:

- i. The protection of animals, stray and held, and the effort, to find paths for a harmonious coexistence of people and animals on the island Serifos, Cyclades, according to the latest scientific and social knowledge.
- ii. The concern for the gradual elimination of the problem of stray animals, the abuse and misuse as well as the improvement of their living conditions in the human society. The achievement of this objective will be pursued through the defense of the animals and the environment at the social and political level; through the training of young people and the provision of information to the public; through programs that are directly connected with the animals, in order to achieve sustainable change, or any other legal action deemed by the society's board as suitable for the moral and material support of the society's work.
- iii. The creation of a local refuge for stray and abused animals.
- iv. The dissemination and promotion of responsible animal husbandry.
- v. The consolidation of relations with other animal protection organizations in the Cyclade Islands and the rest of Greece, abroad, as well as the hospitality for members of international and domestic animal protection associations.

Article 3

POLICY

The moral basis for "Animal Help Association of Serifos" policy is that the good of each individual animal is respected, apart from the conservation of its kind. It is the conviction of the association that each animal has an innate value and must be respected and protected.

Animals have biologically defined instincts, interests and a nature and it is scientifically proven that they may suffer. Consequently, the "Animal Help Association of Serifos" is convinced that animals have the right to live free from avoidable suffering at the hands of people and to not only be used as "raw materials" for the benefit of humanity and that it is the duty of the humans to provide welfare to other creatures.

The "Animal Help Association of Serifos" believes that all the animals that are kept or are under the control of humans, must live in conditions that are suitable and appropriate for the respective animal. Furthermore, animal species may not be kept under conditions in which their

physiological and behavioral requirements cannot be met. If the welfare of an animal under human control is doubtful, then its benefit should be primary beyond a doubt.

The purpose of the association is to be pursued by means of:

- 1) campaigns for the love of and the protection of animals, with the intention to disseminate feelings of affection and love for animals, stigmatization of every act of barbarism against animals or animal lovers, the fight against hatred and hostility toward animals through the use of publications, brochures, posters, presentations, social events, and on the other hand the sensitization of people towards all species.
- 2) providing detailed scientific information to the public about the care and treatment of domestic animals, in order to avoid any risk in their cohabitation.
- 3) the effort, to secure donations and sponsors for various activities (e.g. castration of stray animals, accommodation and care of injured and abused animals, etc.).
- 4) furnishing of animal shelters and other care facilities.
- 5) all other legal actions deemed by the board as a suitable for the moral and material support of the association's work that can be undertaken.

CHAPTER B

MEMBERS - RIGHTS – OBLIGATIONS

Article 4

TYPES OF MEMBERS: the members of the association are divided into: regular (full members), extraordinary (honorary members) and supporting members.

- a) Full members can become persons who have attained the age of 18, regardless of their nationality and sex, and that support the objectives laid down in the by-laws of the association by petition of two (2) members and following a decision by the board.
- b) Honorary members are appointed by the executive board and are persons who morally and materially promoted the association's objectives and made key services available. They have no financial obligations, but the right to vote for life, unless actions/activities are positioned that are contrary to these by-laws. The number of honorary members cannot exceed 1/10 (one tenth) of the number of full members.
- c) Supporting members are natural or legal persons that support the association in any way (friends, helpers, sponsors, etc.). They have no financial commitments or a right to vote in the annual general meeting and will not be counted in building the quorum.

Article 5

RIGHTS: Full Members, which are recorded in the association's registry and who have fulfilled their financial obligations, have the active and passive right to vote for the executive board, the right to vote on decisions proposed at the annual general meeting and the right to obtain information on any topic concerning the association's activities from the appropriate association bodies.

Article 6

COMMITMENTS: The members are obliged to contribute to meeting the association's objectives and to comply with the provisions of the by-laws and the decisions of the executive board and the general assembly. The registration fee and the annual fee for full members are determined annually by the executive board. All other members can voluntarily make any contribution or support the association otherwise.

Article 7

TERMINATION - EXCLUSION: a full member who has not paid dues for a full year will be called upon in writing by the executive board to pay within a reasonable time period. Otherwise, the membership will be terminated. These members may, by a new decision of the executive board at its next meeting, be re-instated after their debts and an amount for the re-registration, determined by the executive board, are paid in full. The same financial obligations apply to full members that were terminated for other reasons and are newly registered.

In case of violations of the association's by-laws or actions that contradict the association's objectives or other serious reasons and under Article 88 of the civil code an association member can be excluded at the general assembly with an absolute majority of the association's present and voting members. Before the decision to terminate, the member must be informed by registered mail to the last known place of residence and held accountable orally or in writing. The member has the right to appeal to the Court of First Instance at the association's legal residence within two months after notification of the decision of the association's exclusion and if the member can prove that the exclusion does not conform to the by-laws or without just cause. Is the appeal granted, the termination must be revoked.

Article 8

DEMISSION: Every member can, with a declaration to the executive board, leave the association. In each case a demission is possible to the end of the financial year and in respect of the three-month notice period, provided that the financial obligations have been met.

CHAPTER C

FUNDING

Article 9

1. The revenues of the association are regular and irregular.

A) Regular revenue: annual membership fees in the amount of fifteen euro (€ 15) and payable in September of each year. The amount of the one-time registration fee is ten euros (€ 10).

B) Irregular revenues are:

- revenue from celebrations, excursions, lectures, seminars, flea markets and other relevant events
- donations and sponsors of the association, inheritances, legacies, etc., over whose acceptance the executive board decides
- interest on the association's assets or income through the use of association property
- state and local subsidies, as well as general revenue that for legitimate reasons flow to the association

2. The amount of the above-mentioned support and contributions can be varied by the executive board, subject to the approval by the members at the annual general meeting.

3. The executive board is obliged to deposit any monies in a recognized bank in the the association's name. Until the money can be deposited in the bank it will be held kept secure in the offices of the association. The money deposited can be withdrawn by the cashier or her/his legal representative by decision of the executive board.

4. By decision of the executive board those are recognized as donors who offer a financial contribution in any amount.

The purchase of land or movable goods of high value can only be carried out after approval by the executive board. The use of association property or the pursuance of its goals is not profit-oriented.

The fiscal year begins on 1. January and ends on 31. December of each year. The first accounting period begins immediately after the registration of the association in the register of the Court of Syros and ends on 31. December of the year of the founding of the association.

CHAPTER D

Association Bodies

Article 10

The association is managed by the executive board and elected by the general assembly of members.

EXECUTIVE BOARD

Tasks and Responsibilities

Article 11

The association is run by a five-member executive board whose members, as specified in Article 26 of the by-laws, are re-elected every four (4) years at the annual general meeting. Along with the members of the executive board three (3) substitute members are elected, who can take on a board position in the case of the resignation of an elected board member.

The five members of the executive board consist of the president, the vice-president, the secretary, the treasurer and an administrative consultant.

Within fifteen (15) days of the election the members of the executive board convene for a first meeting under the chairmanship of the member that received the most votes; or in the case of a tie of votes, the eldest member. This body elects by secret ballot among its members and by an absolute majority the president, the vice-president, the secretary, the treasurer, and the administrative consultant. Other members of the executive board can be assigned certain tasks. It is not possible that a member of the executive board holds two functions.

Article 12

Only full members of the association that have fulfilled their financial obligations and were not terminated from the association's register can be elected as members of the executive board. The board meets at least once a quarter regularly and irregularly as often as the president deems necessary, or if at least two (2) members of the executive board call for a meeting. The board has a quorum if at least three (3) members are present (among them imperatively the president or vice president) and the decisions are conducted in an open vote by simple majority of those present. In the case of a tie of votes, the vote of the president or the vice-president, if s/he chairs, prevails.

A member of the executive board that misses at least three (3) board meetings without reason is declared as released.

Article 13

The executive board in general sees to the success of the goals of the association, the implementation of the decisions of the (general) meetings, compliance with the association by-laws, manages the association's assets based on the budgets prepared by the treasurer and is obliged to be accountable to the general assembly. The executive board also decides on

expenditures or obligations of the association which do not fall within the competence of the general assembly and manages the association in accordance with the law and the by-laws under seizure of all necessary and appropriate measures.

Article 14

In the event of termination or the discharge of a member of the executive board or their absence at three regular sessions with a serious reason, the member can be replaced at the discretion of executive board by a substitute for the remainder of the term of office. If the availability of substitute members is exhausted, the executive board can convene an extraordinary general meeting within a reasonable period of time for new elections.

Article 15

The president represents the association in court, government agencies and in all its relations to natural or legal persons and authorities. S/he shall convene the ordinary and extraordinary general assembly meetings and presides over these. S/he also convenes regular or special meetings of the executive board and compiles the agenda for this. At the regular annual general meeting s/he submits a detailed report on the activities of the executive board. S/he negotiates, based on decisions by the executive board and in the name of the association, with natural persons. Together with the secretary the protocols of the board as well as all documents, except those of an economic nature which he has with the treasurer, are signed. S/he is responsible for implementing the decisions of the executive board and of general assembly meetings. In the event of the president's absence the vice president fills in.

Article 16

The secretary composes and signs all the protocols of the executive board and the general meetings, s/he maintains a record of all incoming and outgoing documents, informs the members, maintains the list of members, is responsible for the association's stamp, takes care of the registration procedure, maintenance and storage of the association archives and carries out all written work. In the event of her/his absence a member of the executive board designated by the executive board fills in.

Article 17

The treasurer monitors the association's revenue and expenditures that are taken in or paid for by certain members determined by the board. S/he maintains and keeps the association's necessary business books. S/he submits the financial report, the balance sheet and the budget for the upcoming year to the general assembly. In the case of a temporary absence s/he must be represented by a member of the board.

Article 18

The administrative consultants contribute to the management of the association and attend the board meetings, and by decision of the executive board, represent absent or precluded members and perform the tasks entrusted to them.

GENERAL MEETINGS - ACCOUNTABILITY – CONTROL

Article 19

The general assembly is the highest organ of the association and decides on all matters which are not within the competence of other authorities. The assembly elects the bodies of the executive board and has the supervision and control over these and the right at any time to

object or to dismiss these. The general assembly is composed of the full members of the association; others may also participate, but without the right to vote. Regularly once (1x) each year in January the president of the executive board convenes the assembly with the following agenda items:

1. Annual report of the board for the past year
2. Financial report for the past fiscal year
3. Financial plan for the next fiscal year
4. Reading of the report of the audit commission
5. Discharge of the executive board of administrative and other liabilities

Every fourth year the executive board calls a general meeting of the members with all the above-mentioned agenda points and conducts the election of the executive board and of the audit committee for four years.

Special general assembly meetings can be convened by the executive board or if at least 1/5th of the full members of the association demand it, on the basis of a written motion to the executive board, in which the questions to be discussed are listed. Extraordinary general meetings must be convened within twenty (20) days after receipt of the request.

Article 20

The annual general meeting is convened by the executive board with an invitation to the members at least fifteen (15) days prior to the date of the meeting either by publication in a newspaper or in writing by post or by E-mail to all members or by publishing on the association's website. The invitation contains:

- a) place, date and time of the meeting
- b) the topics on the agenda
- c) the quorum
- d) iterative assembly, if a quorum is not reached by the first date

Article 21

The general assembly constitutes a quorum if one half (1/2) of the full members of the association who have paid their membership fee are present. If there is no quorum at the first meeting, there will be a further meeting without a new invitation one week later, at the same time, on the same day, at the same place and with the same agenda items. The second meeting has a quorum regardless of the number of members present. If a member is entitled to vote, but is prevented from attending a meeting, because s/he is either abroad or due to a disease or is not in a position to come to the meeting, the vote can be delivered through a representative, provided that the hindrance can be proven and a legitimate document is presented.

Article 22

At general meetings, where elections are also an agenda item and, after the president of the outgoing board opens the assembly and the quorum is established, the general assembly is called upon to elect a president, secretary and a three-headed electoral commission, which executes the election. Subsequently, the newly elected president presides over the meeting and the newly elected secretary to take up her/his office. For all other general meetings the president has the chairmanship.

Article 23

The decisions of the general assembly are reached with an absolute majority of the members present and legally valid votes. Votes on the approval of the annual report, the financial report, the budget or other topics will be conducted by open roll-call or by a show of hands. The election of the executive board and the audit commission, motions of confidence directed at management and personal affairs are held by secret ballot.

Article 24

At the regular annual general assembly meetings the president or the secretary-general render account in the name of the executive board for the past fiscal year's accounts. The treasurer reports on the financial situation of the association, analyzes the financial report and the balance sheet for the past accounting period and presents the budget for the next year. Then the audit commission reads aloud its report on the economic management of the association, all revenues and their sources, and all costs incurred. Possible proposals can be made and consequently the approval of the above points and the discharge of the executive board are taken to vote.

Article 25

For the audit of the financial management of the association, the general assembly elects an audit committee consisting of three members and two substitute members, of which none may be members of the executive board. The audit committee reviews the financial management for the preceding period, provides a report and submits it to the general assembly for approval. The treasurer submits all the books and documents of her/his financial management to the audit committee at least ten (10) days prior to the general meeting.

Article 26

Before the vote on the election of the new executive board the president of the general assembly invites the three-member election commission to discuss their work and the execution of the elections. The electoral committee may not consist of election candidates. The members of the assembly elect in the presence of the election commission through insertion of the ballot in the ballot box, and in accordance with the list of candidates prepared in the general assembly. After the election, votes are sorted and counted and a protocol, signed by the electoral commission, is generated. In the case of a tie of votes for two candidates the election committee determines the rank by draw and thus triggers the final ranking list.

CHAPTER E

COMMITTEES

Article 27

The executive board may set up committees or delegate individual members of the association to carry out tasks for the implementation of decisions or entrust them with activities for the development of the association's work such as cooperation with other associations that have similar goals, the organization of celebrations or events to improve and maintain the association's income. The length of time, the responsibilities and rights of the committees or the responsible person, are clearly defined. The executive board can determine the details of the internal functioning of the association with internal regulations, subject to the approval of the general assembly.

CHAPTER F

DISSOLUTION OF THE ASSOCIATION – Modification of the By-Laws

Article 28

The decision for the dissolution of the association, as well as a change to the by-laws requires the presence of at least half of the full members ($\frac{1}{2}$), that to date of the assembly meeting have met their payment obligations, and a three quarters majority of the votes present. In the case of the dissolution of the association the entirety of the association's assets are transferred to a corresponding association, company or animal protection association, by decision of the executive board.

Article 29

The association will be dissolved if for some reason it is not in a position to fulfill its objectives, or if the number of members falls under twenty (20). The dissolution of the association is decided by the general assembly.

Any question that is not dealt with in the by-laws will be decided by the executive board and presented for approval at the next general assembly.

CHAPTER G

TRANSITIONAL AND FINAL PROVISIONS

Article 30

The first annual general assembly meeting for the election of the executive board takes place by April 2017, if the foundation of the association is legally valid by then. Pending the approval of the by-laws, the registration of the association in the association books of the Court of Syros, but also up to the first elections of the executive board, the association is led by a provisional five-member management commission that is selected by the founding members.

Article 31

Everything that is not provided for in these by-laws, is governed by the general law on associations and the relevant provisions of the BGB and other relevant laws and legal provisions, or by decisions of the general assembly permissible to be taken within the limits of the law.

Article 32

These association by-laws consist of 32 articles. It was today, on 9.6.2016, at the meeting of the founding members of the "ΦΙΛΟΖΩΙΚΟΣ ΣΥΛΛΟΓΟΣ ΣΕΡΙΦΟΥ" ("ANIMAL PROTECTION ASSOCIATION SERIFOS") on the island of Serifos, Cyclades that each article was read in its entirety and unanimously adopted and signed below.

Serifos, 9.6.2016